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- and -

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Counsel to the Debtors and Debtors  
 in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
 FOR THE EASTERN DISTRICT OF VIRGINIA  
 RICHMOND DIVISION

- - - - - x  
 In re: : Chapter 11  
 :  
 : Case No. 08-35653 (KRH)  
 CIRCUIT CITY STORES, INC., :  
 et al., : Jointly Administered  
 :  
 Debtors. :  
 - - - - - x

**AFFIDAVIT IN SUPPORT OF EMPLOYMENT  
 OF AKERMAN SENTERFITT AS A PROFESSIONAL  
 UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

STATE OF FLORIDA )  
 ) ss:  
 COUNTY OF DUVAL )

PETER O. LARSEN, being duly sworn, deposes and  
 says:

i) I am a shareholder of the firm Akerman  
 Senterfitt (the "Firm"), which has been employed by the

debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")<sup>1</sup> in the ordinary course of their business. The Debtors wish to retain the Firm to continue providing such ordinary-course services during their chapter 11 cases. This Affidavit is submitted in compliance with the Order Granting Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105(A), 327, 330 And 331 Authorizing Debtors To Employ Professionals Utilized In The Ordinary Course Of Business (the "OCB Professionals Order").

1. The Firm was provided with a list of interested parties, a copy of which is annexed hereto as Exhibit 1. There are more than 2,000 creditors and parties in interest in the Debtors' current chapter 11 bankruptcy case. I anticipate that a review of the Firm's client database with regard to all of the Debtors' creditors and parties-in-interest would disclose that the Firm has previously represented and/or currently represents one or

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<sup>1</sup> The Debtors are the following entities: Tweeter Home Entertainment Group, Inc. ("Tweeter"), Hillcrest High Fidelity, Inc., NEA Delaware, Inc., New England Audio Co., Inc., Sound Advice, Inc., Sound Advice of Arizona, Inc., Sumarc Electronics, Inc., and THEG USA, L.P.

more such creditors or parties-in-interest, or one or more of their respective parent companies, subsidiaries, or affiliates. To the best of my knowledge and belief, any and all such other representation(s) of a creditor or party in interest, or one or more of their respective parent companies, subsidiaries or affiliates, was or is in connection with matters wholly unrelated to the Debtors, their current chapter 11 bankruptcy cases, or the matters on which the Firm is to be employed pursuant to the OCB Professionals Order, except the following:

(a) The Firm represents Samsung Electronics America, Inc., and related persons/entities, as creditors and parties in interest in the bankruptcy case, pursuant to a Consent and Waiver by Circuit City Stores, Inc., dated November 24, 2008 (Exhibit 2).

2. The Firm does not represent or hold any interest adverse to the Debtors or their estates with respect to the engagement for which we are to be retained.

3. In the past, the Firm has represented the Debtors regarding state and local tax matters and cases.

4. This Firm and certain of its members, counsel, and associates may have in the past represented, currently represent, and may in the future represent entities that are claimants or equity security holders of

the Debtors in matters totally unrelated to the Debtors' chapter 11 cases. None of those past or current representations are material. This Firm will be in a position to identify with specificity all such persons or entities when lists of all creditors of the Debtors have been prepared and will make any further disclosures as may be appropriate at that time. The Firm intends to apply for compensation for professional services rendered in connection with these chapter 11 cases directly to the Debtors, in accordance with the OCB Professionals Order, with such application to request compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The principal attorneys designated to represent the Debtors and their current standard rates are:

Peter O. Larsen, Partner - \$475.00

Michael Bowen, Partner - \$335.00

Maria C. Carantzas, Partner - \$335.00

5. The rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Such rates are the Firm's agreed rates for

work of this nature with the Debtor. The rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged to clients include, among other things, photocopies, on-line research, couriers and overnight delivery services, facsimile and long distance telephone charges and, in general, all identifiable expenses that would not have been incurred except for representation of a particular client. The Firm will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

6. Except as provided in the OCB Professionals Order, no representations or promises have been received by the Firm [nor by any member, counsel, or associate thereof] as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any other entity to share with such entity any compensation received by the Firm in connection with these chapter 11 cases.

WHEREFORE, affiant respectfully submits this Affidavit in Support of Employment of Akerman Senterfitt as a Professional Utilized in the Ordinary Course of Business.

*Peter O. Larsen*

Peter O. Larsen  
Shareholder  
Akerman Senterfitt  
50 N. Laura Street, Suite 2500  
Jacksonville, Florida 32202  
Phone: (904) 798-3700  
Fax: (904) 798-3730

Sworn to before me this 20<sup>th</sup> day of January, 2009.

*Carla J. Dixon*  
Notary Public

My Commission Expires: \_\_\_\_\_

NOTARY PUBLIC



**Carla J. Dixon**  
Commission # DD533708  
Expires April 8, 2010  
STATE OF FLORIDA Bonded Troy Fain Insurance Inc. 800-365-7019

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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**The Debtors**

Abbott Advertising Agency, Inc.  
CC Aviation, LLC  
CC Distribution Company of Virginia, Inc.  
Circuit City Properties, LLC  
Circuit City Purchasing Company, LLC  
Circuit City Stores, Inc.  
Circuit City Stores PR, LLC  
Circuit City Stores West Coast, Inc.  
Courcheval, LLC  
InterTAN, Inc.  
Kinzer Technology, LLC  
Mayland MN, LLC  
Orbyx Electronics, LLC  
Patapsco Designs, Inc.  
Prahs, Inc.  
Sky Venture Corporation  
Ventoux International, Inc.  
XS Stuff, LLC

**Non-Debtor Affiliates**

Asian Sourcing & Procurement Services Co. Ltd.  
Circuit City Global Sourcing Ltd  
Early Adopter Fund, LLC  
InterTAN Canada, Ltd  
InterTAN France SNC  
InterTAN Ontario Ltd.  
PlumChoice, Inc.  
Sixth Street Marketplace, LP  
St. Tammany Oaks Subdivision Association  
LLC  
Theater Xtreme Entertainment Group, Inc.

**Directors and Officers**

Baldyga, Lisa  
Barretta, Henry P.  
Besanko, Brue H.  
Bossin, Alan  
Bradley, Brian S.  
Breitenbecher, Kelly E.  
Brill, Ronald M.  
Byrd, Carolyn H.  
Cuthbertson, Ron  
Daoust, Ean  
Dunn, Philip J.  
Fairbairn, Ursula O.  
Feigin, Barbara S.  
Foss, Michael E.  
Grove, Jacqueline  
Hardymon, James F.  
Harlow, John T.  
Hedgebeth, Reginald D.  
Heidemann, Lyle G.  
Jonas, Eric A., Jr.  
Kane, Alan  
Kelly, John J.

King, Alan B.  
Kornstein, Don R.  
Ma, Jeric  
Marcum, James A.  
McDonald, Jeffrey A.  
Mosier, Michelle  
Mulleady, John  
Oakey, John A., III  
Owen, Linda M.  
Pappas, Steven P.  
Ramsey, Daniel W.  
Mith, Marlies A.  
Salovaara, Mikael  
Schoonover, Philip J.  
Spainhour, J. Patrick  
Spurling, Richard D.  
Stone, Jeffrey S.  
Swidler, Gerald L.  
Turner, Ronald L.  
Wahle, Elliot  
Wong, Mark J.  
Woo, Carolyn Y.

**Businesses Affiliated with Directors  
and Officers**

AFC Enterprises  
Air Products and Chemicals Inc.  
Aon Corporation  
Bally Total Fitness Holding Corporation  
Centex Corporation  
Home Depot International  
Iconix Brand Group Inc.  
Lexmark International Inc.  
Nisource Inc.  
Pan American Life Insurance  
Stride Rite Sourcing International  
Sunoco Inc.  
Textron Lycoming Corporation  
The Brink's Company  
The Servicemaster Company  
True Value Company  
Varsity Brands Inc.  
VF Corporation  
Wabco Holdings

**Significant Shareholders**

J. Richard Atwood  
Classic Fund Management Aktiengesellschaft  
First Pacific Advisors LLC  
HBK Investments LP  
HBK Management LLC  
HBK Master Fund  
HBK Master Fund LP  
HBK Partners II LP  
HBK Services LLC  
Robert L Rodriguez

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Mark J Wattles

**Prepetition and Postpetition**

**Secured Lenders**

Ableco Finance LLC  
Bank of America, N.A.  
Burdale Finance Ltd.  
Capital One Leverage Finance Corporation  
Crystal Capital  
Fifth Third Bank  
General Electric Capital Corporation  
GMAC Commercial Finance LLC  
JPMorgan Chase Bank, N.A.  
National City Business Credit, Inc.  
PNC Bank, N.A.  
SunTrust Bank  
Textron Financial Corporation  
UBS Loan Finance LLC  
UPS Capital Corporation  
Wachovia Capital Finance Corporation  
Webster Financial Corporation  
Wells Fargo Retail Finance, LLC

**Merchandise Creditors**

Alliance Entertainment  
Apple  
Audiovox  
Belkin Logistics Inc.  
Buena Vista Home Video  
Columbia Tristar Home Video  
Dlink Systems  
Eastman Kodak Company  
Electronic Arts  
Epson America Inc.  
Fox Home Entertainment  
Fuji Photo Film USA  
Garmin International Inc.  
Hewlett-Packard  
Hisense USA Corporation  
Kingston Technologies  
Klipsch Audio Technologies, LLC  
Lenovo, Inc.  
Lexmark International Inc.  
Linksys  
Logitech Inc.  
Microsoft Corporation  
Microsoft Xbox  
Mitsubishi Digital Electronics  
Monster Cable Products  
Nikon Inc.  
Olympus Corporation  
Omnimount Systems Inc.  
Oncorp US, Inc.  
Onkyo USA Corporation  
Panasonic North America  
Paramount Home Video

Pioneer Electronics (USA) Inc  
Samsung Electronics America Inc.  
Samsung Opto Electronics Inc.  
Sandisk Corporation  
Sharp Electronics Corporation  
Sony Computer Entertainment  
Sony Electronics Inc.  
Stillwater Designs Inc.  
THQ Inc.  
Tomtom Inc.  
Toshiba America Consumer Products  
Toshiba Computer Systems Division  
Universal Distribution Records  
Vizio  
Warner Home Video  
Western Digital Technologies  
Zenith Electronics Corporation

**Vendors and Major Contract Parties**

Alpha Security Products  
American Systems Corporation  
Andrews Electronics Inc.  
Bailiwick Data Systems Inc.  
CDW Direct LLC  
Clay Inc, Bruce  
Clickit Inc.  
Cormark Inc.  
Corporate Express  
Corporate Facilities Group  
Cosco  
DC Power Solutions  
Eastern Security Corporation  
Eleets Logistics  
Ereplacements LLC  
Fire Materials Group LLC  
Gorilla Nation Media  
Graphic Communications  
Illinois Wholesale Cash Register  
Innerworkings LLC  
J&F Mfg Inc  
JLG Industries Inc.  
Nextag  
NFL Enterprises LLC  
North American Roofing Systems Inc.  
Northern Wire Productions  
Orbis Corporation  
Pricegrabber.Com LLC  
PTR Compactor & Baler Company  
Quebecor World KRI  
Retail Maintenance Services LLC  
Samsung Electronics America Inc.  
Shopping.Com Inc.  
Shopzilla Inc.  
Sony  
Specificmedia Inc.  
Standard Electric

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Streater Inc.  
Swift Train Company  
Trane  
Tremor Media  
Universal Fixtures & Display  
US Signs  
USIS Commercial Services Inc.  
Vance Baldwin  
Vanguard Products Group Inc.  
Vector Security  
Virginia Electronic Components  
Wayne Dalton Corporation  
Weather Channel Interactive, The

**Fifty Largest Unsecured Creditors**

Advertising.com  
Alliance Entertainment  
Apex Digital Inc  
Audiovox  
Belkin Logistics Inc.  
Bethesda Softworks  
Buena Vista Home Video  
Columbia Tristar Home Video  
Dlink Systems  
Eastman Kodak Company  
Fox Home Entertainment  
Fuji Photo Film USA  
Garmin International Inc.  
Graphic Communications  
Hewlett-Packard  
Hisense USA Corporation  
IBM  
IBM Strategic Outsourcing Wire  
Incomm  
Kensington Computer Products Group  
Kingston Technologies  
Klipsch Audio Technologies LLC  
Lenovo, Inc.  
Lexar Media Inc.  
Lexmark International Inc.  
Linksys  
Microsoft Corp Consignment  
Microsoft Xbox Consignment  
Mitac USA Inc.  
Mitsubishi Digital Electronics  
Monster Cable Products  
Navarre Consignment  
Navarre Corporation  
Nikon Inc.  
Olympus Corporation  
Omnimount Systems Inc.  
Oncorp US, Inc.  
Onkyo USA Corporation  
Panasonic North America  
Paramount Home Video  
Pioneer Electronics (USA) Inc.

Samsung Electronics America  
Sandisk Corporation  
Sharp Electronics Corporation  
Simpletech  
Sony Computer Entertainment  
Sony Electronics Inc.  
Stillwater Designs Inc.  
THQ Inc. (ValuSoft)  
Toshiba America Business Solutions Inc.  
Toshiba America Consumer Products  
Toshiba Computer Systems Division  
Vizio  
Vtech Communications Inc.  
Vtech Electronics  
Warner Home Video  
Zenith Electronics Corporation

**Consignors**

foneGear  
Intuit Inc.  
Memorex Products, Inc.  
Navarre Corporation  
Panasonic Consumer Electronics Company  
Pinnacle Systems, Inc. (Avid Tech Inc.)  
THQ Inc. (ValuSoft)

**Credit Card Companies and/or Processors**

American Express  
Chase Bank, USA  
Discover Card  
IPS Card Solutions, Inc.  
MasterCard  
ValueLink  
Visa Inc.

**Insurers**

American Empire Excess & Surplus Lines  
American Home Assurance Company  
Arch Insurance Group  
Axis Reinsurance Company  
Axis Surplus Insurance Company  
Chubb  
CNA Global Specialty Lines  
Continental Casualty Company  
Essex Insurance Company  
Executive Risk Indemnity Inc.  
Federal Insurance Company  
Fireman's Fund Insurance Company  
Glacier Re  
Global Aerospace, Inc.  
Global Excess Partners  
Great American Assurance Company  
Great American Insurance Company  
Industrial Risk Insurers  
Integon Specialty Insurance Company  
Lancashire Insurance Company (UK) Ltd

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Landmark American Insurance Company  
Lexington Insurance Company  
Liberty Mutual Fire Insurance Company  
Lloyds of London  
National Liability & Fire Insurance Company  
National Union Fire Insurance Company  
Ohio Casualty Insurance Company  
Old Republic Risk Management Inc.  
Princeton Excess & Surplus Lines Insurance Co.  
RSUI Indemnity Company  
St. Paul Mercury Insurance Company  
State National Insurance Company  
Westchester Surplus Lines Insurance Company  
XL Specialty Insurance Company  
Zurich American Insurance Company

**Third Party Administrators**

Aetna Life Insurance Company  
Alliance Entertainment Corporation  
American Express Travel Related Services Company  
American Express Trust Company  
Aon Inc.  
Assurant Inc.  
Avista Advantage, Inc.  
Beecher Carlson Insurance Services  
Computerized Waste Systems  
CTSI  
E-Count  
Empire Blue Cross Blue Shield  
Hewitt Associates LLC  
IBM  
Jardine Lloyd Thompson Canada  
Kaiser Permanente  
Marsh USA, Inc.  
Medco Health Solutions  
Mercer Insurance Group  
Mid-Atlantic Vision Service Plan, Inc.  
Navigant Consulting, Inc  
Specialty Risk Services  
Tangoe, Inc.  
Triple-S Management Corporation  
Vision Service Plan  
Wachovia Bank, N.A.

**Utility Providers**

Accent Energy  
American Electric Power Company  
American Water Company  
Alabama Gas Corporation  
Alabama Power  
Alameda County Water District  
Albemarle County Service Authority  
Albuquerque Bernalillo County Water  
Alderwood Water District  
Allegheny Power

Alliant Energy/WP&L  
Alltel  
Altoona City Authority  
Ameren CIPS  
Ameren UE  
Ameren CILCO  
Ameren IP  
American Water & Energy Savers  
American Water Service, Inc.  
Anne Arundel County Water and Wastewater  
Anniston Water Works, AL  
Arizona Public Service  
Aqua New Jersey  
Aquarion Water Company of CT  
Aquila, Inc.  
Arch Wireless  
Arkansas Oklahoma Gas Corporation  
Arkansas Western Gas Company  
Artesian Water Company, Inc.  
Ashwaubenon Water & Sewer Utility  
AT&T  
AT&T (Ameritech)  
AT&T (Bellsouth)  
AT&T (Pacific Bell)  
AT&T (SNET)  
AT&T (Southwestern Bell)  
AT&T Mobility  
Athens Clarke County, GA  
Athens-Clarke County Stormwater Utility  
Atlantic City Electric  
Atmos Energy  
Augusta Utilities Department  
Aurora Water  
Austell Natural Gas System  
Autoridad de Acueductos y Alcantarillado  
Autoridad de Energia Electrica  
Avaya  
Avista Utilities  
Bangor Gas, ME  
Bangor Hydro Electric Company  
Bangor Water District  
Bay State Gas  
Bell South  
Bellevue City Treasurer, WA  
Belmont County Sanitary Sewer District, OH  
Bexar County WCID  
Baltimore Gas & Electric  
Board of Public Utilities-Cheyenne, WY  
Board of Water Supply/HI  
Board of Water Works of Pueblo, CO  
Borough of Chambersburg, PA  
Braintree Electric Light Department  
Braintree Water & Sewer Dept  
Brazoria County MUD #6  
Brick Township Municipal Utilities  
Brighthouse Networks

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Brownsville Public Utilities Board	City of Burnsville, MN
Brunswick-Glynn County, GA	City of Calumet City, IL
Bucks County Water & Sewer Authority	City of Cape Coral, FL
California Water Service-Bakersfield	City of Carmel, IN
Canton Township Water Dept, MI	City of Cedar Hill, TX
Cape Fear Public Utility Authority	City of Cedar Park, TX
Cascade Natural Gas	City of Chandler, AZ
Center Township Water & Sewer Authority	City of Charlottesville, VA
CenterPoint Energy Services Inc.	City of Chicago, IL Dept. of Water
Central Georgia EMC	City of Clearwater, FL
Central Hudson Gas & Electric Company	City of Cocoa, FL
Central Maine Power	City of Colonial Heights, VA
CenturyTel	City of Columbia, MO
Charleston Water System	City of Columbia, SC
Charlotte County Utilities	City of Columbus, OH
Charter Communications	City of Concord, NC
Charter Township of Bloomfield, MI	City of Concord, NH
Charter Township of Meridian, MI	City of Coon Rapids, MN
Chattanooga Gas Company	City of Coral Springs, FL
Chesapeake Utilities	City of Corpus Christi, TX-Utility Busing
Chesterfield County Utilities Department	City of Countryside, IL
Cheyenne Light, Fuel & Power	City of Covina, CA
Cincinnati Bell	City of Crystal Lake, IL
Citizens Gas & Coke Utility	City of Cuyahoga Falls, OH
Citrus Heights Water District	City of Dallas, TX
City and County of Denver, CO	City of Daly City, CA
City of Abilene, TX	City of Danbury, CT
City of Alcoa Utilities, TN	City of Daphne, AL
City of Alexandria, LA	City of Daytona Beach, FL
City of Altamonte Springs, FL	City of Dearborn, MI
City of Amarillo, TX	City of Decatur, IL
City of Ammon, ID	City of Denton, TX
City of Ann Arbor Treasurer, MI	City of Dover, DE
City of Ardmore, OK	City of Durham, NC
City of Arlington, TX	City of East Point, GA
City of Asheville, NC	City of Escondido, CA
City of Atlanta, GA-Dept of Watershed Mg	City of Falls Church, VA
City of Austin, TX	City of Fayetteville, AR
City of Avondale, AZ	City of Florence, SC
City of Baltimore, MD	City of Folsom, CA
City of Batavia, IL	City of Fort Lauderdale, FL
City of Beaumont, TX	City of Fort Myers, FL/340
City of Berwyn, IL	City of Fort Smith, AR
City of Bethlehem, PA	City of Fredericksburg, VA
City of Bloomington, IL	City of Fresno, CA
City of Bloomington, MN	City of Frisco, TX
City of Boca Raton, FL	City of Fullerton, CA
City of Boulder, CO	City of Garland Utility Services
City of Boynton Beach, FL/Utilities Dept	City of Gastonia, NC
City of Brea, CA	City of Glendale, CA - Water & Power
City of Bridgeport, WV	City of Goodyear, AZ
City of Brighton, MI	City of Grand Rapids, MI
City of Brockton, MA	City of Grandville, MI
City of Brookfield, WI	City of Groveland, FL
City of Buford, GA	City of Groveland, FL
City of Burbank, CA	City of Gulfport, MS

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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City of Harrisonburg, VA	City of Norman, OK
City of Hattiesburg, MS	City of North Canton, OH
City of Hialeah, FL-Dept of Water & Sewer	City of Norton Shores, MI
City of Hickory, NC	City of Norwalk, CA
City of High Point, NC	City of Novi, MI
City of Houston, TX - Water/Wastewater	City of O'Fallon, IL
City of Humble, TX	City of Oklahoma City, OK
City of Huntington Beach, CA	City of Olympia, WA
City of Hurst, TX	City of Orange, CA
City of Independence, MO	City of Orem, UT
City of Jacksonville, NC	City of Oxnard, CA
City of Joliet, IL	City of Pasadena, CA
City of Keene, NH	City of Pasadena, TX
City of Keizer, OR	City of Pembroke Pines, FL
City of Killeen, TX	City of Pensacola, FL
City of Kingsport, TN	City of Peoria, AZ
City of La Habra, CA	City of Phoenix, AZ
City of Lafayette, IN	City of Pittsburg, CA
City of Lake Charles, LA	City of Plano, TX
City of Lake Worth, TX	City of Plantation, FL
City of Lakewood, CA	City of Pontiac, MI
City of Lakewood, CO	City of Port Arthur, TX
City of Laredo, TX	City of Port Richey, FL
City of League City, TX	City of Portage, MI
City of Leominster, MA	City of Portland, OR
City of Lewisville, TX	City of Portsmouth, NH
City of Livermore, CA	City of Raleigh, NC
City of Long Beach, CA	City of Rancho Cucamonga, CA
City of Longview, TX	City of Redding, CA
City of Lufkin, TX	City of Richland, WA
City of Lynnwood, WA	City of Richmond, VA
City of Madison Heights, MI	City of Rochester Hills, MI
City of Mansfield, TX	City of Rockford, IL
City of Manteca, CA	City of Rockwall, TX
City of Maple Grove, MN	City of Roseville, CA
City of Marion, IL	City of Roseville, CA
City of Martinsville, VA	City of Roseville, MI
City of McHenry, IL	City of Round Rock, TX
City of McKinney, TX	City of Salisbury, NC
City of Melbourne, FL	City of San Bernardino, CA - Water
City of Merced	City of San Diego, CA
City of Meriden Tax Collector, CT	City of San Luis Obispo, CA
City of Mesa, AZ	City of Santa Barbara, CA
City of Mesquite, TX	City of Santa Maria, CA
City of Midland, TX	City of Santa Monica, CA
City of Midwest City, OK	City of Santa Rosa, CA-Water & Sewer
City of Millville, NJ	City of Savannah, GA
City of Minnetonka, MN	City of Sebring, FL
City of Modesto, CA	City of Selma, TX
City of Monrovia, CA	City of Sherman, TX
City of Montebello, CA	City of Shreveport, LA-D O W A S
City of Morgan Hill, CA	City of Signal Hill, CA
City of Muskegon, MI	City of Slidell, LA
City of Myrtle Beach, SC	City of Somerville, MA
City of Naperville, IL	City of Southaven, MS
City of Niles, OH	City of Southlake, TX

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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City of St. Cloud, MN	Columbus Water Works
City of St. Peters, MO	Com Ed
City of Steubenville, OH	Comcast
City of Sugar Land, TX	Compton Municipal Water Dept
City of Summerville, Armuchee	Con Edison
City of Sunnyvale, CA	Con Edison Solutions
City of Tallahassee, FL - Util Dept	Connecticut Light & Power
City of Tampa, FL	Connecticut Natural Gas Corporation
City of Taunton, MA	Connecticut Water Company
City of Taylor, MI	Connexus Energy
City of Temple, TX	Consolidated Communications
City of Thornton, CO	Consolidated Mutual Water
City of Toledo, OH	Consolidated Waterworks District #1
City of Torrance, CA	Consumers Energy
City of Troy, MI	Contra Costa Water District
City of Tucson, AZ	County of Henrico, VA
City of Tukwila, WA	Cox Communications
City of Tulsa, OK	CPS Energy
City of Turlock, CA	Cucamonga Valley Water District
City of Tuscaloosa, AL	Dakota Electric Association
City of Tyler, TX	Davidson Telecom LLC
City of Vero Beach, FL	Dayton Power & Light
City of Victorville, CA	Delmarva Power DE/MD/VA
City of Vienna, WV	Delta Charter Township, MI
City of Virginia Beach, VA	Denver Water
City of Waco, TX	Deptford Township MUA, NJ
City of Warner Robins, GA	Direct Energy
City of Webster, TX	Division of Water, City of Cleveland OH
City of West Jordan, UT	Dixie Electric Cooperative
City of West Palm Beach/Utilities	Dominion East Ohio
City of Westland, MI - Dept. 180701	Dothan Utilities
City of Wichita Falls, TX	Douglasville-Douglas County GA
City of Wichita Water Department, KS	DTE Energy
City of Wilmington, DE	Dublin San Ramon Services District
City of Wilmington, NC	Duke Energy
City of Winston-Salem, NC	Dupage County Public Works
City of Woodbury, MN	Duquesne Light Company
City of Yuma, AZ	East Bay Municipal Utility District
City Utilities (Fort Wayne, IN)	East Brunswick Water Utility
City Utilities of Springfield, MO	Eastern Municipal Water District
City Water & Light	Easton Suburban Water Authority
City Water Light & Power, Springfield IL	Easylink Services Corporation
Clackamas River Water	El Paso Electric Company
Clarksville Department of Electricity	El Paso Water Utilities
Clarksville Gas & Water Department	El Toro Water District
Clearwater Enterprises, L.L.C.	Electric City Utilities/City of Anderson
Cleco Power LLC	Electric Power Board-Chattanooga
Cleveland Utilities	Elizabethtown Gas
Coachella Valley Water District	Elmira Water Board NY
Cobb County Water System	Elyria Public Utilities
College Station Utilities - TX	Embarq Communications
Colorado Springs Utilities	Emerald Coast Utilities Authority
Columbia Gas of Kentucky	Entergy Arkansas, Inc.
Columbia Gas of Maryland	Entergy Gulf States LA, LLC
Columbia Power & Water Systems	Equitable Gas Company
Columbus City Utilities	Erie County Water Authority

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Evansville, IN Waterworks Dept	Holyoke Water Works, MA
Everett Utilities	Huntsville Utilities, AL
Fairfax Water - VA	Idaho Power
Fairfield Municipal Utilities	Imperial Irrigation District, CA
Fairpoint Communications	Indian River County Utilities, FL
Fewtek Inc.	Indianapolis Power & Light
First Utility District of Knox County	Indianapolis Water Company
Flint EMC, GA	Insight
Flint Township-Board of Public Works	Intercall
Florence Water & Sewer Commission	Intermountain Gas Company
Florida City Gas	Intermountain Rural Electric Association
Florida Power & Light Company	Irvine Ranch Water District
Florida Public Utilities Co, DeBary	Jackson Electric Membership Corp, GA
Floyd County Water Department	Jackson Energy Authority
Fontana Water Company	Jackson Water Collection, MI
Fort Collins Utilities	Jacksonville Electric Authority
Fort Worth Water Dept, TX	Jefferson County AL, Sewer Service Fund
Frederick County Division of Utilities	Jefferson Parish, LA
Frontier	Jersey Central Power & Light
Fruitland Mutual Water Company	Johnson City Power Board
Gainesville Regional Utilities	Johnson City Utility System
Gas South	Kansas City Power & Light Company
Geoff Patterson, Receiver of Taxes	Kansas Gas Service
Georgia Power	KCMO Water Services Department
Golden State Water Company	Keynote Red Alert
Grand Chute Utilities	Kissimmee Utility Authority
Grand Traverse County Dept of Pub Works	Knoxville Utilities Board
Granite Telecommunications	Kentucky Utilities Company
Greater Augusta Utility District, ME	Laclede Gas Company
Greater Cincinnati Water Works	Lafayette Utilities Systems
Green Bay Water Utility	Lake Apopka Natural Gas District, FL
Green Mountain Power	Lake County Dept of Public Works, IL
Greene County - Department of Public Wor	Lakehaven Utility District
Greenville Utilities Commission, NC	Lakeland Electric/City of Lakeland, FL
Greenville Water System, SC	Lansing Board of Water & Light
GreyStone Power Corporation	Lee County Electric Cooperative
Gulf Power	Lincoln Electric System
Gwinnett Co. Water Resources	Long Island American Water, NY
Hamilton Township	Long Island Power Authority
Hampton Roads Utility Billing Services	Los Angeles County Dept. of Public Works
Harker Heights Water Department, TX	Los Angeles Dept of Water & Power
Harpeth Valley Utilities District	Loudoun Water
Harrisonburg Electric Commission	Louisville Water Company
Hawaiian Electric Company, Inc.	Lubbock Power Light & Water
Hawaiian Telecom	Lycoming County Water & Sewer Authority
Hayward Water System	Macon Water Authority
Helix Water District	Madison Gas and Electric - WI
Hernando County Utilities, FL	Madison Suburban Utility District
Hicksville Water District	Madison Water/Sewer/Storm Utilities, WI
Highland Sewer & Water Authority	Manchester Water Works
Highland Utilities Dept, IN	Marin Municipal Water District
Highlands Ranch Metro Districts	Martin County Utilities
Hillsborough County Water Resource Ser.	McAllen Public Utilities -TX
Holland Board of Public Works	MCI
Holland Charter Township, MI	Manatee County Utilities Cust Serv
Holyoke Gas & Electric Department	Medford Water Commission, OR

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Memphis Light, Gas & Water Division	Oklahoma Gas & Electric Service
Merced Irrigation District	Ohio Edison
Merchantville - Pennsauken	Oklahoma Natural Gas Company
Met-Ed	Olivenhain Municipal Water District
Metro	Ontario Water Works
Metro Technology, Inc. (AL)	Orange and Rockland Utilities
Metro Water Services TN	Orange County Utilities
Metropolitan St. Louis Sewer District	Orlando Utilities Commission
Miami-Dade Water and Sewer Dept.	Orwell Natural Gas Company
MidAmerican Energy Company	Ozarks Electric Cooperative Corporation
Mid-Carolina Electric Cooperative	Pacific Gas & Electric
Middle Tennessee Electric Membership	Pacific Power-Rocky Mountain Power
Milwaukee Water Works	Paducah Power System
Mishawaka Utilities	Panama City Utilities Department , FL
Mississippi Power	Parker Water & Sanitation District
Missouri Gas Energy	Paulding County Water, GA
Mobile Area Water & Sewer System	Pearl River Valley EPA
Modesto Irrigation District	Peco Energy Company
Monroe County Water Authority	Pedernales Electric Cooperative, Inc.
Monte Vista Water District	Penelec
Montgomery Water Works	Pennichuck Water Works, Inc.
Mount Laurel Municipal Utilities	Peoples Gas
Mount Pleasant Waterworks, SC	PEPCO (Potomac Electric Power Company)
Mountaineer Gas	Philadelphia Gas Works
Nashville Electric Service	Piedmont Natural Gas-Nashville Gas
National Fuel	Pinellas County, FL-Utilities
National Grid	Plaza Mill Limited
Nevada Power Company	PNM Electric & Gas Services
New Braunfels Utilities, TX	Portland General Electric
New England Gas Company	Portland Water District - ME
New England Water Utility Services, Inc.	PPL Utilities
New Hampshire Gas Corporation	Prattville Water Works Board
New Jersey Natural Gas Company	Progress Energy Carolinas, Inc
New Mexico Utilities, Inc.	Providence Water
Newport News Waterworks	Public Service Electric & Gas Company
Nextel Communications	PSNC Energy (Public Service Company of NC)
Nicor Gas Transportation	Public Service of New Hampshire
Nicor Gas	Public Works Commission, City of Fayetteville
Northern Indiana Public Service Company	Puerto Rico Telephone
North Attleborough Electric	Puget Sound Energy
North Attleborough Public Works	Prince William County Services
North Little Rock Electric	Questar Gas
North Shore Gas	Qwest
North State Communications	Racine Water & Wastewater Utilities, WI
North Wales Water Authority	Rancho California Water District
Northampton Borough Municipal Authority	Regional Water Authority, CT
Northern Utilities Natural Gas	Research In Motion
Northern Virginia Electric Cooperative	Rochester Gas & Electric
NSTAR/	Ritter Communications
NW Natural	Riverdale City Corporation
NYC Water Board	Riverside Public Utilities, CA
New York State Electric & Gas	Roanoke Gas Company
O.C.W.S. Okaloosa County	Rocky Mount Public Utilities
Ocala Electric Utility, FL	Sacramento County Utilities
Oceanic Time Warner Cable	Sacramento Municipal Utility District
Onondaga County Water Authority	Saddleback Communications

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Saint Paul Regional Water Services	TDS Telecom
Salt Lake City Corporation	Tampa Electric Company
San Angelo Water Utilities	Terrebonne Parish Consolidated Govt.
San Antonio Water System	Texas Gas Service
San Diego Gas & Electric	The Illuminating Company
San Jose Water Company	The Metropolitan District CT
Santa Buckley Energy	The Torrington Water Company
Santa Cruz Municipal Utilities	Thoroughbred Village
Santa Margarita Water District-SMWD	Toledo Edison
Santee Cooper	Tombigbee Electric Power Assoc-Tupelo
Sarasota County Environmental Services	Town of Apex, NC
Sawnee EMC	Town of Aurelius - Water & Sewer, NY
South Carolina Electric & Gas	Town of Burlington, MA
Sebring Gas System Inc.	Town of Cary, NC
Second Taxing District Water Department	Town of Collierville, TN
Semco Energy Gas Company	Town of Cortlandt, NY
Sempra Energy Solutions	Town of Danvers, MA-Electric Division
SFPUC-Water Department, CA	Town of Dartmouth, MA
Shelby Township Dept of Public Works	Town of Foxborough, MA
Sierra Pacific Power Company-NV	Town of Gilbert, AZ
Silverdale Water District # 16	Town of Hanover, MA-Tax Collector
Simplenet	Town of Manchester, CT
Skytel	Town of Natick, MA
Southern Maryland Electric Cooperative	Town of Plymouth, MA
Snapping Shoals EMC	Town of Queen Creek Water, AZ
Snohomish County PUD	Town of Salem, NH
South Bend Water Works	Town of Schererville, IN
South Central Power CO, OH	Town of Vestal, NY - Utility Fund
South Jersey Gas Company	Town of Victor, NY
South Louisiana Electric Cooperative	Town of Walkkill, NY
Southern California Edison	Township of Freehold, NJ
Southern California Gas	Township of Livingston, NJ
Southwest Gas Corporation	Township of Roxbury, NJ
Southwestern VA Gas Company	Township of Wayne, NJ
Spartanburg Water System	TPS
Spectrum Utilities Solutions	Tri-County Electric Cooperative/TX
Spokane County Utilities	Trinsic Spectrum Business
Spokane County Water Dist #3	Truckee Meadows Water Authority, NV
Spring Hill Water Works, TN	Trumbull County Water & Sewer Dept.
Springfield Utility Board	Trussville Utilities Board, AL
Springfield Water & Sewer Commission	Tucows Com
Sprint	Tucson Electric Power Company
Salt River Project	Tupelo Water & Light Dept
St. Lucie West Services District	Turlock Irrigation District
Suburban East Salem Water District	TXU Energy
Suburban Natural Gas	Tylox Inc./TX
Suddenlink	UGI Energy Services, Inc.
Suez Energy Resources NA	UGI Penn Natural Gas
Suffolk County Water Authority - NY	United Illuminating Company
Summit Township Water Authority	United Power
Sumter Electric Cooperative, Inc., FL	United Water Idaho
Surewest	United Water New Jersey/Harrington Park
Sweetwater Authority	United Water Pennsylvania
T Mobile	Unitil Concord Electric Company
Tacoma Public Utilities	USA Mobility
Taunton Municipal Lighting Plant	UTE Water Conservancy District

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Utilities Inc. of Louisiana  
Utility Billing Services-AR  
Utility Payment Processing, Baton Rouge  
Valencia Water Company, CA  
VCCDD Utility  
Vectren Energy Delivery  
Verizon (BA)  
Verizon (GTE)  
Verizon Online  
Verizon Wireless  
Vermont Gas Systems, Inc.  
Village of Algonquin, IL  
Village of Arlington Heights, IL  
Village of Bedford Park, IL  
Village of Bloomingdale, IL  
Village of Downers Grove, IL  
Village of Elmwood Park, IL  
Village of Gurnee, IL  
Village of Matteson, IL  
Village of Niles, IL  
Village of Norridge, IL  
Village of Nyack Water Dept., NY  
Village of Schaumburg, IL  
Village of Wellington, FL  
Virginia Natural Gas  
Vista Irrigation District  
Walnut Valley Water District  
Walton EMC PO Box 1347/260  
Warrington Township Water & Sewer Dept.  
Washington Gas  
Washington Suburban Sanitary Commission  
Water Gas & Light Commission  
Water Revenue Bureau, PA  
WaterOne  
Wisconsin Electric  
Wisconsin Gas  
West View Water Authority  
Westar Energy/KPL  
Western Allegheny County MUA  
Western Massachusetts Electric  
Westminster Finance - CO  
Wilkinsburg-Penn Joint Water Authority  
Williston Water Department  
Willmut Gas Company  
Windstream  
Wisconsin Public Service Corporation  
Withlacoochee River Electric Cooperative  
Wright-Hennepin Coop Electric  
Xcel Energy: Southwestern Public Service  
Yankee Gas Services  
Youngstown Water Dept., OH

**Real Property Lessors**

1030 W. North Avenue Bldg., LLC  
120 Orchard LLC  
1251 Fourth Street Investors, LLC

13630 Victory Boulevard LLC  
1890 Ranch, Ltd  
1965 Retail LLC  
19th Street Investors, Inc.  
36 Monmouth Plaza LLC  
3725 Airport Boulevard, LP  
380 Towne Crossing, LP  
4 Newbury Danvers LLC  
44 North Properties, LLC  
444 Connecticut Avenue LLC  
502-12 86th Street, LLC  
5035 Associates, LP  
601 Plaza, LLC  
610 & San Felipe, Inc.  
680 S. Lemon Avenue Company LLC  
700 Jefferson Road II, LLC  
ADD Holdings, LP  
AAC Cross County Leasehold Owner, LLC  
Abercorn Common, LLP  
Abrams Willowbrook Three LP  
Acadia Realty Limited Partnership  
Accent Homes, Inc  
ACPG Management, LLC  
Advance Real Estate Management, LLC  
Agree Limited Partnership  
AIG Baker Deptford, LLC  
AIG Baker Hoover, LLC  
Alameda Associates  
Alexander's Of Rego Park Center, Inc.  
Alexandria Main Mall LLC  
Alliance - Rocky Mount, LLC  
Almaden Plaza Shopping Center, Inc.  
Almeda-Rowlett Retail LP  
Almonesson Associates, LP  
Altamonte Springs Real Estate Associates, LLC  
Amargosa Palmdale Investments, LLC  
AMB Property, LP  
Amcap Arborland LLC  
Amcap Northpoint LLC  
American National Bank & Trust Company Of Chicago  
American National Insurance Company  
Amherst Industries, Inc.  
AMLI Land Development- I, LP  
Ammon Properties LLC  
AM REIT Texas Real Estate Investment Trust  
AR Investments, LP  
Arboretum of South Barrington LLC  
Ardmore Development Authority  
Argyle Forest Retail I, LLC  
Arho LP  
Arrowhead Net Lease, LP  
Arundel Mills Marketplace LP  
Atlantic Center Fort Greene Associates LP  
Avenue Forsyth LLC  
Avr Cpc Associates, LLC

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Awe-Ocala, Ltd.	Bre, Louis Joliet, LLC
Bainbridge Shopping Center II LLC	Briantree Property Association LP
Baker Natick Promenade LLLC	Brick 70 LLC
Barberio, Janet	Brighton Commercial LLC
Bard, Ervin & Suzanne	Broadacre South LLC
Barnes and Powers North LLC	Broadstone Crossing LLC
Basile LLC	BT Bloomington LLC
Basser - Kaufman 222, LLC	Burbank Mall Associates LLC
Basser-Kaufman Inc.	Burnham Pacific Properties
Battlefield Fe LP	By-Pass Development Company LLC
BBD Rosedale, LLC	CC. Hamburg NY Partners, LLC
BC Portland Partners, Inc.	CJM. Management Company
Bear Valley Road Partners LLC & M Lantz LLC	CA New Plan Asset Partnership IV, LLP
Beatson, William P. Jr.	Cafaro Governors Square Partnership
Becker Investment Company	Camelback Center Properties
Becker Trust, LLC	Cameron Group Associates LLP
Bedford Park Properties, LLC	Campbell Properties LP
Bel Air Square LLC	Cap Brunswick LLC
Bella Terra Associates LLC	Caparra Center Associates, S.E.
Benderson Development Company	Capital Centre LLC
Benderson Properties Inc.	Cardinal Capital Partners
Benenson Columbus - OH Trust	Cardinal Court, LLC
Berkshire West	Carlyle-Cypress Tuscaloosa I, LLC
Berkshire-Amherst, LLC	Carousel Center Company, LP
Berkshire-Hyannis, LLC	Carriage Crossing Market Place, LLC
BFLO-Waterford Associates, LLC	Carrollton Arms
BFW/Pike Associates, LLC	Catellus Development Corporation
BG Walker, LLC	Catellus Operating LP
BK Properties LP	CBC - Wilbur Properties
Blank Aschkenasy Properties LLC	CBL Terrace Limited Partnership
Building Retail 2007 LLC & Netarc LLC	CC - Investors 1995-6
BI-NTY I, LLC	CC - Investors 1996-1
Boise Towne Plaza LLC	CC - Investors 1996-12
Bond CC. V Delaware Business Trust	CC - Investors 1996-17
Bond CC II Delaware Business Trust	CC - Investors 1996-3
Bond CC III Delaware Business Trust	CC Brandywine Investors 1998 LLC
Bond CC IV Delaware Business Trust	CC Colonial Trust
Bond-Circuit II Delaware Business Trust	CC Countryside 98 LLC
Bond-Circuit IV Delaware Business Trust	CC East Lansing 98 LLC
Bond-Circuit IX Delaware Business Trust	CC Frederick 98 LLC
Bond-Circuit V Delaware Business Trust	CC Ft. Smith Investors 1998 LLC
Bond-Circuit VIII Delaware Business Trust	CC Grand Junction Investors 1998 LLC
Bond-Circuit X Delaware Business Trust	CC Green Bay 98 LLC
Bond-Circuit XI Delaware Business Trust	CC Harper Woods 98 LLC
Boulevard Associates	CC Independence LLC
Boulevard North Associates, LP	CC Indianapolis 98 LLC
Boyer Lake Pointe, Lc	CC Indianapolis LLC
BPP-Connecticut LLC	CC Investors 1995-1
BPP-Muncy LLC	CC Investors 1995-2
BPP-Ny LLC	CC Investors 1995-3
BPP-Oh LLC	CC Investors 1995-5
BPP-Redding LLC	CC Investors 1996-10
BPP-Sc LLC	CC Investors 1996-14
BPP-Va, LLC	CC Investors 1996-6
BPP-Wb, LLC	CC Investors 1996-7
Brandywine Grande C, LP	CC Investors 1997-10

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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CC Investors 1997-12	Circuit Pennsylvania Corporation
CC Investors 1997-2	Circuit Sports LP
CC Investors 1997-3	Circuit Tax Property Investors LP
CC Investors 1997-	Circuitville LLC
CC Jackson 98 LLC	Citrus Park CC LLC
CC Kingsport 98 LLC	City View Center LLC
CC La Quinta LLC	CK Richmond Business Services #2, LLC
CC Lafayette LLC	Clairemont Square
CC Madison LLC	Clay Terrace Partners LLC
CC Merrillville Trust	Cleveland Towne Center LLC
CC PhiladeLPhia 98 LLC	Coastal Way LLC
CC Ridgeland 98 LLC	Cobb Corners II LP
CC Roseville, LLC	Cofal Partners LP
CC Springs LLC	Cohab Realty LLC
CC Wichita Falls 98 Trust	Coldwater Development LLC
CCC Realty, LLC	Cole CC Aurora Co, LLC
CCDC Marion Portfolio LP	Cole CC Groveland Fl, LLC
CCI Louisiana Trust	Cole CC Kennesaw Ga, LLC
CCI Trust 1994-I	Cole CC Mesquite Tx, LLC
CC-Virginia Beach LLC	Cole CC Taunton Ma, LLC
CDB Falcon Sunland Plaza LP	Colonial Heights Holding, LLC
Cedar Development, Ltd	Colonial Heights Land Association
Centennial Holdings LLC	Colonial Square Associates LLC
Central Investments, LLC	Colonnade LLC
Central Park 1226, LLC	Colony Place Plaz, LLC
Central Park Property Owners Association	Columbia Plaza Shopping Center Venture
Centro Bradley Spe 7 LLC	Community Centers One LLC
Centro Heritage County Line LLC	Compton Commercial Redevelopment Company
Centro Heritage Innes Street LLC	Concar Enterprises Inc.
Centro Heritage UC Greenville LLC	Concord Mills LP
Centro Properties Group	Condan Enterprises LLC
Centro Watt	Congressional North Associates LP
Century Plaza Development Corporation	Continental 45 Fund LLC.
Cermak Plaza Associates LLC	Continental 64 Fund LLC
CFH Realty III/Sunset Valley LP	Cortlandt B. LLC
Chalek Company LLC	Cosmo-Eastgate, Ltd.
Chambersburg Crossing LP	Cottonwood Phase V LLC
Chandler Gateway Partners LLC	Coventry II DDR Buena Park Place LP
Chapel Hills - West LLC	Coventry II DDR Merriam Village LLC
Chapman And Main Center	Covington Lansing Acquisition LLC
Charbonnet Family Ltd et. al	CP Venture Two LLC
Charlotte (Archdale) UY LLC	Craig-Clarksville Tennessee LLC
Chehalis Hawaii Partners LLC	Crosspointe 08 A LLC
Chico Crossroads LP	Crossways Financial Associates LLC
Chino South Retail PG LLC	Crown CC I LLC
CHK LLC	CT Retail Properties Finance V LLC
Cim/Birch St., Inc.	Cypress/Spanish Fort I LP
Circuit Distribution - Illinois	Daly City Partners I LP
Circuit II Corporation	Daniel G. Kamin Baton Rouge LLC
Circuit Investors - Fairfield, LP	Daniel G. Kamin Burlington LLC
Circuit Investors - Vernon Hills, LP	Daniel G. Kamin Elmwood Park LLC
Circuit Investors - Yorktown, LP	Daniel G. Kamin Flint, LLC
Circuit Investors #2 Ltd	Daniel G. Kamin Mcallen LLC
Circuit Investors #3 LP	Daniel G Kamin and Howard Kadish, LLC
Circuit Investors #4 - Thousand Oaks LP	Dartmouth Marketplace Associates
Circuit Oklahoma Property Investor	Dayton Hudson Corporation

# **EXHIBIT 1 - PARTIES IN INTEREST LIST**

DDR Southeast Loisdale LLC	Drexel Delaware Trust
DDR Crossroads Center LLC	Drury Land Development Inc.
DDR Family Centers LP	Durham Westgate Plaza Investors LLC.
DDR Highland Grove LLC	E&A Northeast LP
DDR Homestead LLC	Eagleridge Associates (Pueblo) LLC
DDR Horseheads LLC	East Gate Center V
DDR Mdt Asheville River Hills	Eastchase Market Center LLC
DDR Mdt Fairfax Towne Center LLC	Eastland Shopping Center LLC
DDR Mdt Grandville Marketplace LLC	Eastridge Shopping Center LLC
DDR Mdt Monaca Township Marketplace LLC	EEL Mckee LLC
DDR Mdt Union Consumer Square, LLC	EKLEC Co. Newco LLC
DDR Miami Ave LLC	ELPF Slidell, LLC
DDR Norte LLC, S.E.	Emporium on LBJ Owners Association
DDR Southeast Cary LLC	Encinitas PFA, LLC
DDR Southeast Cortez, LLC	Enid Two, LLC
DDR Southeast Culver City District	ERP of Midway, LLC
DDR Southeast Dothan Outparcel, LLC	Estate of Joseph Y. Einbinder
DDR Southeast Highlands Ranch LLC	Evansville Developers LLC, G.B.
DDR Southeast Olympia District	Evergreen Medowell And Pebble Creek LLC
DDR Southeast Rome LLC	Excel Realty Partners LP
DDR Southeast Snellville LLC	Excel Westminster Marketplace, Inc.
DDR Southeast Union LLC	F.R.O., LLC Ix
DDR Southeast Vero Beach LLC	Faber Bros., Inc
DDR 1st Carolina Crossings South LLC	Fairfax Court LP
DDRA Arrowhead Crossing LLC	Fairview Heights Investors LLC
DDRM Hilltop Plaza LP	Fairway Centre Associate, LP
DDRM Skyview Plaza LLC	Faram Muskegon LLC
DDR-Sau Greenville Point LLC	Farmingdale-Grocery LLC
DDR-Sau Wendover Phase II, LLC	Fayetteville Developers LLC
DDRTC CC Plaza LLC	FC Janes Park LLC
DDRTC Columbiana Station I LLC	FC Richmond Associates LP
DDRTC Creeks at Virginia Center LLC	FC Treeco Columbia Park, LLC
DDRTC McFarland Plaza LLC	FC Wodbridge Crossing, LLC
DDRTC Newnan Pavilion LLC	Federal Realty Investment Trust
DDRTC Southlake Pavilion LLC	Feil Organization, The
DDRTC Sycamore Commons LLC	FGP Company
DDRTC T&C LLC	Fingerlakes Crossing LLC
DDRTC Walks at Highwood Preserve I LLC	Firecreek Crossing o Reno LLC
Decatur Plaza I, LLC	First Berkshire Properties LLC
Deerbrook Anchor Acquisition LLC	FJL MVP LLC
Dematteo Management Inc.	Flintlock Northridge LLC
Dentici Family Limited Partnership	F&M Properties
Derito Pavilions 140 LLC	Fogg-Snowville LLC
Desert Home Communities of Oklahoma, LLC	Foothill Business Association
DEV LP	Foothill Pacific Towne Center
Diamond Square LLC	Forecast Danbury LP
Dicker/Warmington Properties	Forest City Commercial Group LLC
Dikeou, Deno P.	Forest City Ratner Company
Dim Vastgoed, N.V.	Fourels Investment Company
DJD Partners LP	Fr/Cal Gouldsboro Property Holding LP
DMC Properties, Inc.	Friedland, Lawrence And Melvin
Dollinger Lost Hills Associates	FW CA Brea Marketplace LLC
Donahue Schriber Realty Group LP	G&S Livingston Realty Inc.
Dowel Conshohocken LLC	Gainesville Outdoor Advertising Inc.
Dowel-Allentown, LLC	Galileo Apollo II Sub, LLC
Doyle Winchester Properties, LLC	Galileo CMBS T2 NC LP

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Galileo Freshwater/Stalene LLC	Hollingsworth Capital Partners - Intermodal, LLC
Galileo Northeast LLC	Holyoke Crossing LP II
Galleria Partnership	Home Depot USA Inc.
Galleria Plaza Ltd.	Hoprock Limonite LLC
Garden City Center	Howland Commons Partnership
Gateway Center Properties III, LLC	HRI/Lutherville Station LLC
Gateway Company LLC	Hudson Realty Trust
Gateway Woodside Inc.	Huntington Mall Company
GC Acquisition Corporation	HV Covington LLC
Geenen Dekock Properties LLC	HWR Kennesaw LLC
Generation H One and Two LP	I-10/Bunker Hill Associates, LP
GGP Mall of Louisiana LP	I-93 Somerville LLC
GGP-Steeplegate Inc.	Iannucci Development Corporation
Gladwyne Investors, LP	Immobilien Verwaltung GMBH
Glenmoor LP	Indian River Mall
GMS Golden Valley Ranch LLC	Inland American Chesapeake Crossroads LLC
Goldsmith, Barbara L.	Inland American Oklahoma City Penn, LLC
Goodmill LLC	Inland American Retail Management
Gould Livermore LLC	Inland Commercial Property Management Inc.
Grand Hunt Center Oea	Inland Us Management LLC
Gravois Bluffs III LLC	Inland Western Austin Southpark Meadows II LP
GRE Grove Street One LLC	Inland Western Cedar Hill Pleasant Run LP
GRE Vista Ridge LP	Inland Western College Station Gateway II, LP
Greater Orlando Aviation Authority	Inland Western Columbus Clifty LLC
Greece Ridge LLC	Inland Western Houma Magnolia LLC
Greeley Shopping Center LLC	Inland Western Lake Worth Towne Crossing
Green 521 5th Avenue LLC	Inland Western Lewisville Lakepointe LP
Green Acres Mall LLC	Inland Western McDowell LLC
Greenback Associates	Inland Western Oswego Gerry Centennial LLC
Greenwood Point LP	Inland Western Richmond Mayland LLC
GRI-EQY (Sparkleberry Square) LLC	Inland Western San Antonio Hq LP
GS Erie LLC	Inland Western Southlake Corners LP
GS II Brook Highland LLC	Inland Western Sugar Land Colony LP
Gunning Investments, LLC	Inland Western Temecula Commons LLC
Hallaian Brothers	Inland Western West Mifflin Century III District
Hamilton Chase Santa Maria LLC	Intergrated Real Estate Services LLC
Hamilton Crossing I LLC	International Speedway Square Ltd
Hampten Commons Condominium Association	Interstate Augusta Properties LLC
Hannon Ranches Ltd	Investors Brokerage Inc.
Hanson Industries Inc.	Irish Hills Plaza West II LLC
Harold and Lucille Chaffee Trust	Irvine Company LLC
Hart Kings Crossing LLC	Irving Harlem Venture LP
Hartman 1995 Ohio Property Trust	J&F Enterprises
Harvest/NPE LP	Jaffe of Weston II Inc.
Hayden Meadows JV	Janaf Crossings, LLC
Hayward 880, LLC	Jantzen Dynamic Corporation
Heritage Property Investment LP	Jefferson Mall Company II LLC
Heritage-Lakes Crossing LLC	JKCG LLC
Hickory Hollow Development Inc.	Johnson City Crossing (Delaware)LLC
Hickory Ridge Pavilion LLC	Johnstown Zamias LP
Highlands Ranch Community Association	Jubilee-Springdale LLC
HIP Stephanie, LLC	Jurupa Bolingbrook LLC
HK New Plan Covered Sun LLC	JWC/Loftus LLC
HK New Plan EPR Property Holdings LLC.	K&G/Dearborn LLC.
HK New Plan Exchange Property Owner II LP	
HKK Investments	

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Kamin Realty Co	MIA Brookhaven LLC
Karns Real Estate Holdings II, LLC	Macerich Lakewood LLC
Katy Mills Mall LP	Macerich Vintage Fair LP
KB Columbus I-CC	Macy's Central
KC Benjamin Realty LLC	Madison Waldorf LLC
K E - Athens LLC	Magna Trust Company
Kendall-77 Ltd.	Main Street At Exton LP
Kentucky Oaks Mall	Mall at Gurnee Mills LLC
K-Gam Broadway Craycroft LLC	Mall at Valle Vista LLC
Kimco Acadiana 670 Inc.	Mall of Georgia LLC
Kimco Arbor Lakes S.C., LLC	Mallview Plaza Company Ltd.
Kimco Pk LC	Manco Abbott OEA Inc.
Kimco Realty Corporation	Mansfield Seq 287 and Debbie Ltd.
KIR Amarillo LP	Manteca Stadium Park LP
KIR Arboretum Crossing LP	Marco Portland General Partnership
KIR Augusta I 044 LLC	Market Heights Ltd
KIR Piers 716 LLC	Marlton VF, LLC
Kite Coral Springs LLC	Mass One LLC
Knoxville Levcal LLC	Mayfair - MDCC Business Trust
KNP Investments	MB Fabyan Randall Plaza Batavia LLC
Kobra Properties	MB Keene Monadnock LLC
Kolo Enterprises	McAlister Square Partners Ltd
Kramont Vestal Management LLC	MD-GSI Associate, LLC
KRG Market Street Village LP	MDS Realty II, LLC
Kroustalis Investment	Meacham Business Center LLC
Krupp Equity Limited Partnership	Meadowbrook Village LP
KSK Scottsdale Mall LP	Melbourne-JCP Associates Ltd.
L. Mason Capitani Propety & Asset Mgmt. Inc	Melville Walton Hone, Trustee Of Hone Family
La Cienega-Sawyer Ltd.	Memorial Square 1031 LLC
La Frontera Village LP	Meridian Village LLC
La Habra Imperial LLC	Metro Center LLC
Landing at Arbor Place LP, The	Meyerland Plaza (De) LLC
Landings Management Association	MHW Warner Robins LLC
Landman, Deborah, Eli Landman, Zoltan	Mibarev Development I LLC
Schwartz & Anna Schwartz	Mid US LLC
Laredo/MDN II LP	Mid-America Asset Management
Larry J. Rietz, MP, LLC	Milford Crossing Investors LLC
Las Vegas Land and Development Company LLC	Millman 2000 Charitable Trust
LB Commercial Mortgage Trust Series 1998 C1	Millstein Industries LLC
LC White Plains Retail LLC	MK Kona Commons LLC
Lea Company	Mobile KPT LLC
League City Towne Center Ltd	Monrovia Marketplace LLC
Leben, Robert L. & Mary C.	Montclair Plaza LLC
Lester Development Corporation	Monte Vista Crossings, LLC
Lexington Corporate Properties Inc.	Montevideo Investments, LLC
Lexington Lion Weston I LP	Montgomery Towne Center Station, Inc
Lincoln Plaza Associates LP	Morgan Hill Retail Venture LP
Lincoln US Properties LP	Morris Bethlehem Associates LP
Linden Business Center Association	Morrison Crossing Shopping Center
Little Britain Holding, LLC	Mount Berry Square LLC
Loop West LLC	Mr Keene Mill I LLC
Louis Joliet Shoppingtown LP	Msf Eastgate-I LLC
Lucknow Associates	Myrtle Beach Farms Company Inc.
Lufkin Gkd Partner, LP	Nap Northpoint LLC
M & M Berman Enterprises	National Retail Properties, LP
	Nazario Family Partnership

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Necrossgates Commons Newco, LLC  
Nevada Investment Holdings, Inc.  
New Plan Excel Realty Trust  
New Plan of Memphis Commons, LLC  
New River Properties  
NMC Stratford LLC  
North Attleboro Marketplace II LLC  
North Hill Centre, LLC  
North Plainfield VF LLC  
Northcliff Residual Parcel 4 LLC  
Northern Trust Bank of California  
Northwoods LP  
Novogroder/Abilene LLC  
NP Huntsville LLC  
NP I&G Conyers Crossroads LLC  
NP/SSP Baybrook LLC  
NPP Development LLC  
Oak Hollow Mall  
Oates, Marvin L.  
OLP 6609 Grand LLC  
OLP CC Ferguson LLC  
OLP CC Florence LLC  
OLP CC Antioch LLC  
OLP CC Fairview Heights LLC  
OLP CC St.Louis LLC  
One Liberty Properties  
Orangefair Marketplace LLC  
Orion Alliance Group LLC  
Orland Town Center Shopping Center  
OTR  
PL Mesa Pavilions LLC  
P/A Acadia Pelham Manor LLC  
PA 73 South Association  
Pace-Brentwood Partners LLC  
Pacific Carmel Mountain Holdings LP  
Pacific Castle Groves LLC  
Pacific Harbor Equities LLC  
Pacific/Youngman-Woodland Hills  
Paige Exchange Corporation  
Palm Springs Mile Associates Ltd.  
Palmetto Investors LLC  
Pan Am Equities Inc.  
Panattoni Development Company LLC  
Pappas Gateway LP  
Paragon Affiliates  
Parkdale Mall Associates LP  
Parkdale Village LP  
Parker Bullseye LLC  
Parker Central Plaza, Ltd.  
Parks at Arlington LP  
Parkside Realty Associates, LP  
Parkway Centre East LLC  
Parkway Plaza LLC  
Parkway Terrace Properties Inc.  
Paskin, Marc  
Peikar Muskegon LLC

Plantation Point Development LLC  
Plaza at Jordan Landing LLC  
Plaza Las Americas, Inc  
Plaza Las Palma, LLC  
Plazamill LLP  
Plymouth Marketplace Condominium Assoc., Inc.  
Point West Investors II  
Polaris Circuit City LLC  
Pond Road Associates  
Port Arthur Holdings III Ltd.  
Potomac Festival II  
Potomac Run LLC  
PR Beaver Valley LP  
Prattcenter LLC  
Preit Services LLC  
PRGL Paxton LP  
Prince George's Station Retail LLC  
Principal Real Estate Holding Company LLC  
Priscilla J. Rietz LLC  
Promventure LP  
Property Management Support Inc.  
Provo Group, The  
PRU Desert Crossing V LLC  
Prudential Insurance Company Of America  
Puente Hills Mall LLC  
Ramco West Oaks I LLC  
Ramco-Gershenson Properties LP  
Rancon Realty Fund IV Subsidiary LLC  
Ray Mucci's Inc.  
Raymond and Main Retail LLC  
RB-3 Associates  
RD Bloomfield Associates LP  
Realty Income Corporation  
Rebs Muskegon LLC  
Red Mountain Retail Group  
Red Rose Commons Condominium Association  
Redtree Properties LP  
Regency Centers LP  
Regency Petaluma LLC  
Reiff & Givertz Texas Prop LLC  
Remount Road Associates LP  
Richland Town Centre LLC  
Rimac Equities Corporation  
Rio Associates LP  
Robinson, Donald  
RREEF America REIT II Corporation VVV  
RVIP Valley Central LP  
Shelby Town Center I LLC  
Shelbyville Road Plaza LLC  
Sherwood Properties LLC  
Shoppes At River Crossing, LLC  
Shoppes Of Beavercreek LLC  
Short Pump Town Center LLC  
Sierra Lakes Marketplace LLC  
Sierra North Associates LP

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Sigmund Sommer Properties	Taubman Auburn Hills Associates LP
Signal Hill Gateway LLC	Taunton Depot LLC
Signco Inc.	Taylor Retail Center
Silverdale K-Four	Teachers Insurance & Annuity Assoc.Of Amer.
Silverstein, Raymond - Trustee	Team Retail Westbank Ltd
Simon Debartolo Group LP	Ten Pryor Street Building Ltd.
Simon Property Group	Teplis, Nathan; Dr. Paul Teplis; Mrs. Belle
Simon Property Group Texas LP	Teplis; & Frank
Simvest Real Estate II LLC	Terra Enterprises
Sinay Family LLC And Trust	Terranomics Crossroads Associates
Sir Barton Place, LLC	The Cafaro Northwest Partnership
Site A LLC	The City Of Portfolio TIC LLC
SJ Collins Enterprises LLC	The Marketplace Of Rochester Hills Parcel B
Goodman Enterprises, LLC	LLC
SM Newco Hattiesburg LLC	The Macerich Company
Somerville Saginaw LP	The Shoppes At Schererville LLC
Sonnet Investments LLC	The Shops At Kildeer
South Padre Drive LP	The Village At Rivergate LP
South Shields #1 Ltd.	THF Chesterfield Two Development LLC
Southhaven Center II LLC	THF Clarksburg Development One
Southland Acquisitions LLC	THF Harrisonburg Crossings LLC
Southland Center Investors LLC	THF Onc Development LLC
Southland Investors LP	THF St. Clairsville Parcel C.C. Development
Southroads LLC	LLC
Southwestern Albuquerque LP	Thoroughbred Village GP
Southwind Ltd.	TIS Equities IX LLC
Sparks Galleria Investors LLC	TKG Coffee Tree LP
SPG Arbor Walk LP	TMW Weltfonds Rolling Acres Plaza
SPG Independence Center LLC	Torrance Towne Center Associates LLC
SPG Tennessee LP	Torrington Triplets LLC
Spitzer Family Investments LLC	Tourbillon Corporation
Spring Hill Development Partners GP	Tower Center Associates
St. Indian Ridge LLC	Town Square Plaza
St. Louis Mills LP	Towson VF LLC
St. Cloud Associates	Traverse Square Company Ltd.
St. Tammany Oaks Subdivision Association	TRC Associates LLC
LLC	Triangle Equities Junction LLC
Stapleton North Town LLC	Trout, Jerome B. Jr.
Star Universal LLC	Trout, Segall
Station Landing, LLC	Trumbull Shopping Center #2 LLC
Stop & Shop Supermarket Company LLC	Trustees Of Salem Rockingham LLC
Stor-All New Orleans LLC	TSA Stores, Inc.
Suemar Realty Inc.	TUP 430 Company LLC
Sullivan Crosby Trust	Turnberry Lakes Business Center
Sunrise Plantation Properties LLC	Turtle Creek Partners LLC
Swanblossom Investments LP	Tutwiler Properties Ltd.
Swedesford Shopping Center Acquisition LLC	Twin Ponds Development LLC
Sweetwater Associates LP	Tysons 3 LLC
SWQ 35/Forum Ltd.	Tysons Corner Holdings LLC
T And T Enterprises LP	U.K. - American Properties Inc.
Taft Corners Associates Inc.	U.S. 41 & I-285 Company
Tam Stockton LLC	Uncommon Ltd.
Tamarack Village Shopping Center LP	Urbancal Oakland II LLC
Tanglewood Park LLC	UTC I LLC
Tanurb Burnsville LP	Valencia Marketplace I LLC
Target Corporation	Valley Corners Shopping Center LLC

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Valley View S.C. LLC  
Van Ness Post Center LLC  
Ventura In Manhattan Inc.  
Vestar Arizona XXXI LLC  
Vestar QCM LLC  
Village Square I L.P.  
Village Walk Retail LP  
Viwy IP  
VNO Mundy Street LLC  
VNO Tru Dale Mabry LLC  
Vornado Caguas LP  
Vornado Finance LLC  
Vornado Gun Hill Road LLC  
Vornado Realty Trust  
W&D - Imperial No. 1/Norwalk  
W&S Associates LP  
W/S Stratford LLC  
Waco Investment Group  
Wal-Mart Stores East LP  
Walton Hanover Investors V LLC  
Walton Whitney Investors V LLC  
Washington Green TIC  
Washington Place Associates LP  
Washington Re Investment Trust  
Water Tower Square LP  
Watercress Associates LP  
Watkins Houston Investments LP  
Wayside Commons Investors LLC  
WCC Properties LLC  
WEA Gateway LLC  
Weberstown Mall LLC  
WEC 96D Appleton-1 Investment Trust  
WEC 96D Niles Investment  
WEC 96D Springfield-1 Investment Trust  
WEC 97G-Syracuse Investment Trust  
WEC 99-3 LLC  
WEC 99A-2 LLC  
WEC 99A-1 LLC  
Weingarten Miller Sheridan LLC  
Weingarten Nostat Inc.  
Weingarten Realty Investors  
Welsh Companies Inc.  
Wendover South Associates LP  
West Campus Square LP  
West Oaks Mall LP  
Westfork Owners Association  
Westgate Village LLC  
Westlake Limited Partnership  
Wheaton Plaza Regional Shopping Center  
Whitestone Development Partners A LP  
Whitestone REIT  
Wilmington Trust Company  
Windsail Properties LLC  
WMI/MPI Business Trust  
Woodland Trustees Inc.  
Woodlands Corporation, The

Woodmont Sherman LP  
Worldwide Property Management Inc.  
WRI Overton Plaza LP  
WRI Camp Creek Marketplace II, LLC  
WRI Lakeside Marketplace LLC  
WRI Seminole Marketplace LLC  
WXIII/PWN Real Estate LP

**Sublessees**

\$1.00 Stuff Inc.  
Academy Alliance LLC  
Adams Outdoor Advertising  
Advance Auto Parts  
American Outdoor Advertising  
Arc International Corporation  
Autozone Northeast Inc.  
Baby Superstore, Inc.  
Blockbuster Inc.  
Books A Million  
Borders Inc.  
Carmax Business Services LLC  
Casto  
CEC Entertainment, Inc.  
Chapman & Main  
Charlie Brown's Steakhouse  
Children's Discovery Centers of America  
Circuit Sports LP  
Consolidated Stores Corporation  
Dan's Big & Tall Shop Inc.  
Designs CMAL Retail Store Inc.  
DHL Global Business Services  
Dick's Sporting Goods Inc.  
Dollar General Corporation  
Dollar Tree Stores Inc.  
Don Sherwood Golf Inc.  
Edwin Watts Golf Shop  
Empire Education Group  
Entertainmart-Preston Rd LLC  
Eyecare Discount Optical Inc.  
Eynon Furniture Outlet Inc.  
Fabri-Centers of America Inc.  
Food Lion LLC  
Forecast Danbury LP  
GE Transportation Systems  
Golf Galaxy  
Golfsmith International LP  
Great Golf Inc.  
Guitar Center Stores Inc.  
Homans Associates Inc.  
Hughes MRO Ltd.  
Huntington National Bank  
Inkeeper Properties Inc.  
International House Of Pancakes  
JR Furniture USA Inc.  
Joelle Inc.  
JP Morgan Chase Bank

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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K&G Men's Company Inc.  
Katz  
Lakeshore Equipment Company  
La-Z-Boy Showcase Shoppes  
Lifeway Christian Resources  
Maggiano's/Corner Bakery Holding Corporation  
Mall of Decoration Inc.  
Martin, Paul T.  
Mayland Cam  
Modernage Inc.  
Mor Furniture For Less  
MRV Wanamaker LLC  
New Avenues Lease Ownership LLC  
New Colorado Daily, Inc.  
North South Partner, LLC  
O'Charleys, Inc.  
OK Apple Inc.  
Oklahoma Gold Realty LLC  
Oklahoma Goodwill Industries, Inc.  
Orthodontic Centers of Virginia Inc.  
Peak Place Holdings, LLC  
Pork Place  
Pot Luck Enterprises Inc.  
Price Chopper Operating Company  
Prosound Music Centers Inc.  
Quantum Fine Casework Inc.  
Quarterdeck Corporate Office  
Raymund Garza  
Remington Seeds LLC  
Restoration Ministries  
Ruby Tuesday's  
Salem Farm Realty Trust  
Salom Sons Inc.  
Sam Ash Megastores, LLC  
Schiavone, Daniel  
Sky Bank  
Solo Cup Company  
Staples, The Office Superstore Inc.  
The Auto Toy Store Inc.  
The Floor Store Inc.  
The Julia Christy Salon Inc.  
The Pep Boys  
The Sports Authority  
The TJX Operating Companies  
Tire Kingdom, Inc.  
Topline Appliance Depot Inc.  
Toys R US Inc.  
Trader Joe's Company  
Truong, Se and Ly  
Tru Properties Inc.  
TVI Inc.  
Viacom Outdoor  
Visionary Retail Management  
Waterbed Emporium of California  
West Marine Products Inc.  
Winchester Fun Expedition Corporation

Wired Management LLC  
Workforce Central Florida

**Personal Property Lessors**

Avaya Financial Services  
GE Fleet Services  
IBM  
Hewlett Packard  
Service Power  
Toshiba

**Banks Utilized in the Company's  
Cash Management System**

American Savings  
AmSouth Bancorporation  
Banco Popular  
Bank of America  
CRP Securities, LLC  
Chase Bank  
CRP Securities  
Fifth Third Bank  
Fifth Third Securities  
JP Morgan Securities Inc  
Lehman Brothers  
Merrill Lynch Global Institutional Advisory  
Division  
RBC Dain Rauscher  
SunTrust  
UBS Financial Services, Inc.  
Wachovia Bank & Securities  
Wells Fargo

**Liquidators**

Gordon Brothers Retail Partners LLC  
Great American Group  
Hilco Merchant Resources LLC  
Hudson Capital Partners LLC  
SB Capital Group LLC  
Tiger Capital Group LLC

**Litigation Counterparties**

Alicea, Ada  
Audiobahn  
Banker, Michael  
Booker, Jamal  
Dealtree  
DiPirro, Michael  
Donnelly, Kenneth  
Federal Communications Commission  
Foss, Andrew  
Harris, William  
Holloman, Latia  
Ibrahim, Betty  
Internal Revenue Service  
Iowa AG  
JP Morgan Chase

**EXHIBIT 1 - PARTIES IN INTEREST LIST**

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Keystone Automotive Industries  
Kobra Properties  
Mad Rhino  
Maria Moncayo (class action)  
Massachusetts Department of Revenue  
Mastercard  
Micro Electronics  
Millennium Retail Partners  
Monster Cable  
Moxley, Donald  
Murphy, Christopher  
RealSource  
Roberty Gentry (class action)  
Securities and Exchange Commission  
Snow, Christopher  
State of Iowa  
Temple, Floyd Edward Jr.  
Tennessee Department of Revenue  
Unical  
Visa  
Voegtler, Clayton P.  
Weidler, Daniel

Davis, Ivan D.  
Ellis, T.S. III  
Hilton, Claude M.  
Jones, T. Rawles Jr.  
Lee, Gerald Bruce  
O'Grady, Liam

**Bankruptcy Court Judges  
(Eastern District of Virginia)**

Adams, David H.  
Huennekens, Kevin R.  
Mayer, Robert  
Mitchell, Stephen S.  
St. John, Stephen C.  
Shelley, Blackwell N.  
Tice, Douglas O. Jr.

**Restructuring and Other Professionals**

Bingham McCutchen LLP  
Ernst & Young  
FTI Consulting Inc.  
Goldman, Sachs and Company  
Kirkland & Ellis LLP  
Kurtzman Carson Consultants LLC  
LeClairRyan  
McGuireWoods, LLP  
Ogilvy Renault LLP  
Osler, Hoskin & Hardcourt LLP  
Rothschild, Inc.  
Schulte Roth & Zabel LLP  
Wilmer, Cutler, Pickering Hale, & Dorr LLP

**U.S. Trustee's Office - Region 4**

Bove, Frank J.  
Conlon, Debera F.  
Davis, Martha  
Early, Dennis J.  
Frankel, Jack I.  
Franklin, Shannon D.  
McDow, W. Clarkson.  
Van Arsdale, Robert  
Weschler, Cecelia A.  
Whitehurst, Kenneth N. III

**District Court Judges (Eastern District  
of Virginia)**

Anderson, John F.  
Brinkeman, Leonie M.  
Buchanan, Theresa C.  
Cacheris, James C.



Fort Lauderdale  
Jacksonville  
Los Angeles  
Madison  
Miami  
New York  
Orlando  
Tallahassee  
Tampa  
Tysons Corner  
Washington, DC  
West Palm Beach

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904 798 3700 tel 904 798 3730 fax  
904 634 1690 31<sup>st</sup> floor fax

Peter O. Larsen  
904 598 8602  
peter.larsen@akerman.com

November 24, 2008

Francis E. Telegadas  
Director and Assistant General Counsel  
Circuit City Stores, Inc.  
9950 Maryland Drive  
Richmond, VA 23233-1464

**Re: Conflict Waiver – Representation of Samsung in Connection with  
In re Circuit City Stores, Inc., Case No. 08-35653 (E.D. Va. Bankr. 2008)**

Dear Frank:

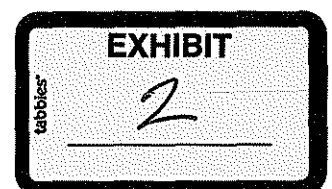
Akerman Senterfitt has been approached by Samsung to provide legal representation for Samsung Electronics America, Inc., and related persons/entities (collectively "Samsung"), as it concerns Circuit City Stores, Inc.'s bankruptcy filing (the "Bankruptcy Matter").

We have advised Samsung that Akerman Senterfitt currently represents Circuit City in various state and local tax matters. Were Akerman to undertake the representation of Samsung with regard to the Bankruptcy Matter, a conflict of interest may arise in our existing representation of Circuit City.

The attorneys at Akerman involved in the representation of Samsung on tax matters will have no involvement in the representation of Samsung in the Bankruptcy Matter. In addition, the attorneys representing Samsung have had and will continue to have no personal access to Circuit City's files and confidential information related thereto.

Given these protections and pursuant to Rule 4-1.7 of the Florida Rules of Professional Conduct, we have consulted with you and seek to obtain the written consent for our Firm's representation of Samsung in the Bankruptcy Matter and our firm's continued representation of Circuit City in the various state and local tax matters. The cited Rule provides:

(JA420262;1)



Francis E. Telegadas  
Circuit City Stores, Inc.  
November 24, 2008  
Page 2

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(a) Representing adverse interests. A lawyer shall not represent a client if the representation of that client will be directly adverse to the interests of another client, unless: (1) the lawyer reasonably believes the representation will not adversely affect the lawyer's responsibilities to and relationship with the other client; and (2) each client consents after consultation.

If Circuit City is willing to waive the conflict of interest presented by our Firm's representation of Samsung in the Bankruptcy Matter, please acknowledge waiver of that conflict by signing the attached Consent and Waiver and promptly returning it to me.

We encourage Circuit City to obtain the advice of independent counsel before agreeing to waive this conflict of interest and signing the Consent and Waiver.

As you know, we place great value on the opportunity to represent Circuit City and we appreciate your courtesy in waiving this conflict and allowing us to continue to provide legal services. I am sorry that I have had to burden you with this request, but we take the Rules of Professional Conduct very seriously and I know you would not want it to be otherwise.

Sincerely,



Peter O. Larsen

**CONSENT AND WAIVER BY CIRCUIT CITY STORES, INC.**

The undersigned hereby confirms that Circuit City Stores, Inc. ("Circuit City") has no objection to the representation by Akerman Senterfitt ("Akerman") of Samsung ("Samsung"), subject to the terms and conditions set forth in this letter, and hereby expressly waives any conflict of interest that might otherwise arise as the result of that representation. The undersigned further confirms that Circuit City had the opportunity to consult with and be advised by independent counsel with respect to the conflict waiver discussed in this consent.

Dated: Nov-25, 2008, 2008

CIRCUIT CITY STORES, INC.

By: 

Print Name: Francis E. Telegada,

Title: Asst-Gen. Counsel